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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

FEDERAL HOUSING FINANCE AGENCY,
etc.,

Plaintiff,

-v-

UBS AMERICAS, INC., et al.

Defendants.

Case No. 11 CIV. 5201 (DLC)

JOINT STIPULATION AND
[PROPOSED] ORDER REGARDING
THE PROVISION OF LOAN TAPE
INFORMATION TO NON-PARTIES

Other Cases Brought By Plaintiff:

11 Civ. 6188 (DLC)
11 Civ. 6189 (DLC)
11 Civ. 6190 (DLC)
11 Civ. 6192 (DLC)
11 Civ. 6193 (DLC)
11 Civ. 6195 (DLC)
11 Civ. 6196 (DLC)
11 Civ. 6198 (DLC)
11 Civ. 6200 (DLC)
11 Civ. 6201 (DLC)
11 Civ. 6202 (DLC)
11 Civ. 6203 (DLC)
11 Civ. 6739 (DLC)
11 Civ. 7010 (DLC)
11 Civ. 7048 (DLC)

STIPULATION

This Stipulation is entered into by and between Plaintiff Federal Housing Finance Agency ("Plaintiff"), as conservator for the Federal National Mortgage Association ("Fannie Mae") and the Federal Home Loan Mortgage Corporation ("Freddie Mac"), and each defendant in the above-captioned actions (the "Actions") (collectively, "Defendants," and together with Plaintiff, the "Parties"), through their undersigned counsel:

WHEREAS, the Parties have served or are serving non-parties with subpoenas pursuant to Fed. R. Civ. P. 45, or are otherwise communicating with non-parties, to obtain loan files and other documents from such non-parties (the "Loan File Custodians");

WHEREAS, to identify and produce the requested loan files, certain Loan File Custodians have requested certain information regarding the loans at issue in the Actions;

WHEREAS, Defendants have produced information on loan tapes for the loans at issue in the Actions ("Loan Tape Information"), including "Non-Party Borrower Information," as that phrase is used in the May 30, 2012 Protective Order ("Protective Order") in the Actions;

WHEREAS, Plaintiff has identified certain Loan Tape Information for the Parties to disclose to Loan File Custodians to assist in non-party subpoena compliance by Loan File Custodians; and

WHEREAS, the Parties agree that good cause exists to provide for the protected disclosure of Loan Tape Information to Loan File Custodians;

NOW THEREFORE, Plaintiff and Defendants, by and through their counsel of record hereby agree as follows:

1. Plaintiff shall establish and maintain an FTP site through which each Loan File Custodian will have access to the following information primarily derived from loan tapes

produced by Defendants for loans at issue in the Actions: (i) the entity that originated the loan or possesses the loan files; (ii) the Action in which the loan is at issue; (iii) the securitization that includes the loan; (iv) the loan number(s) for the loan; (v) the origination date for the loan; and (vi) the state where the mortgaged property is located. This information is publicly available, generally known, and not confidential or sensitive ("Non-Confidential Loan Tape Information").

2. The FTP site will be password-protected, and Loan File Custodians will receive a user name and password to log into the FTP site.

3. If a Loan File Custodian requires additional Loan Tape Information not appearing on the FTP site, including Non-Party Borrower Information, to identify and produce the requested loan files ("Confidential Loan Tape Information"), the Loan File Custodian may obtain the Confidential Loan Tape Information as set forth in this Stipulation.

4. Any Confidential Loan Tape Information that was designated by a Defendant as confidential pursuant to the Protective Order may be disclosed by that Defendant to a Loan File Custodian in accordance with Paragraph 11 of the Protective Order.

5. Confidential Loan Tape Information, including Non-Party Borrower Information, designated by a Defendant as confidential pursuant to the Protective Order, may be disclosed by Plaintiff or any other Defendant to a Loan File Custodian for the purpose of allowing the Loan File Custodian to identify and produce loan files.

6. Each Party agrees to disclose to a Loan File Custodian Confidential Loan Tape Information related only to the loan files that are reasonably believed to be in the Loan File Custodian's possession.

7. Any Loan File Custodian receiving Confidential Loan Tape Information from any Party pursuant to this Stipulation will receive a copy of the Protective Order prior to or at the time it receives the Confidential Loan Tape Information.

8. Any Loan File Custodian receiving Confidential Loan Tape Information from Plaintiff pursuant to this Stipulation will first execute Exhibit A to the Protective Order before Confidential Loan Tape Information will be made available to the Loan File Custodian. Exhibit A will be maintained as set out in the Protective Order.

9. To the extent any federal or state law or other legal authority governing the disclosure or use of Confidential Loan Tape Information, including Non-Party Borrower Information (hereinafter, "Non-Party Borrower Information Law"), permits disclosure of such information pursuant to an order of a court, the Court's endorsement of this Stipulation and Order shall constitute compliance with such requirement.

10. To the extent any Non-Party Borrower Information Law requires a disclosing party to obtain a court-ordered subpoena or give notice to or obtain consent, in any form or manner, from any person or entity before disclosure of any Confidential Loan Tape Information, including Non-Party Borrower Information, the Court finds that, in view of the protections provided for the information disclosed in this Stipulation and the Protective Order, the volume of information to be produced, and the ongoing oversight of the Court, there is good cause to excuse such requirement, and this Order shall constitute an express direction that the Parties are exempted from obtaining a court-ordered subpoena or having to notify and/or obtain consent from any person or entity prior to the disclosure to the Loan File Custodians of Confidential Loan Tape Information, including Non-Party Borrower Information, in accordance with this Stipulation.

11. To the extent that any Non-Party Borrower Information Law requires that any person or entity be notified prior to disclosure of Confidential Loan Tape Information, including Non-Party Borrower Information, except where such notice is prohibited by court order, the Court directs that, in view of the protections provided for the information disclosed in this Stipulation and the Protective Order, the volume of information to be produced, and the ongoing oversight of the Court, the Parties are explicitly prohibited from providing such notice; provided, however, that this Order shall not prohibit any Party from contacting any person or entity for any other purpose. Any Party may seek additional orders from this Court that such party believes may be necessary to comply with any Non-Party Borrower Information Law.

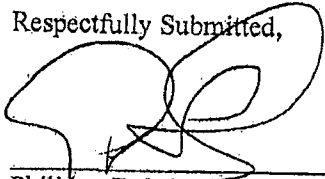
12. This Stipulation and Order is limited to the disclosure to Loan File Custodians of Loan Tape Information produced by Defendants. Nothing herein shall affect or modify the terms by which any other information, including information produced by Plaintiff and information produced by Defendants that is not Loan Tape Information, may be disclosed under the Protective Order.

So ordered.

James Cole

November 19, 2012

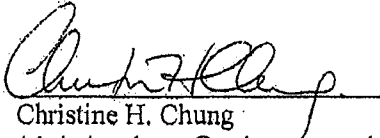
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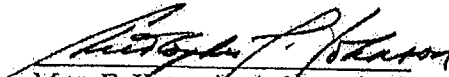
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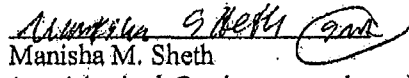
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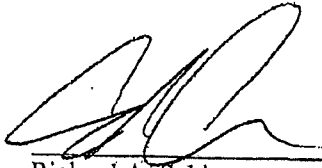
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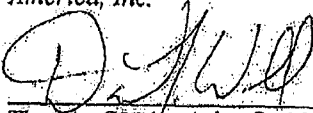
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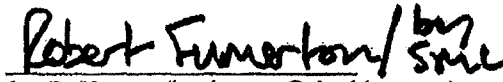
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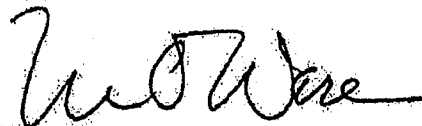
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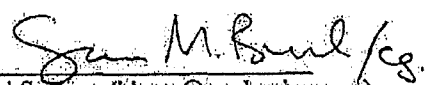
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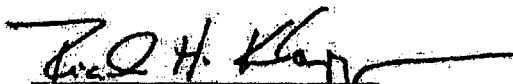
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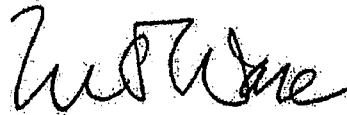
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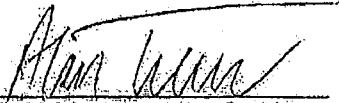
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IT IS SO ORDERED.

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DATED: _____

